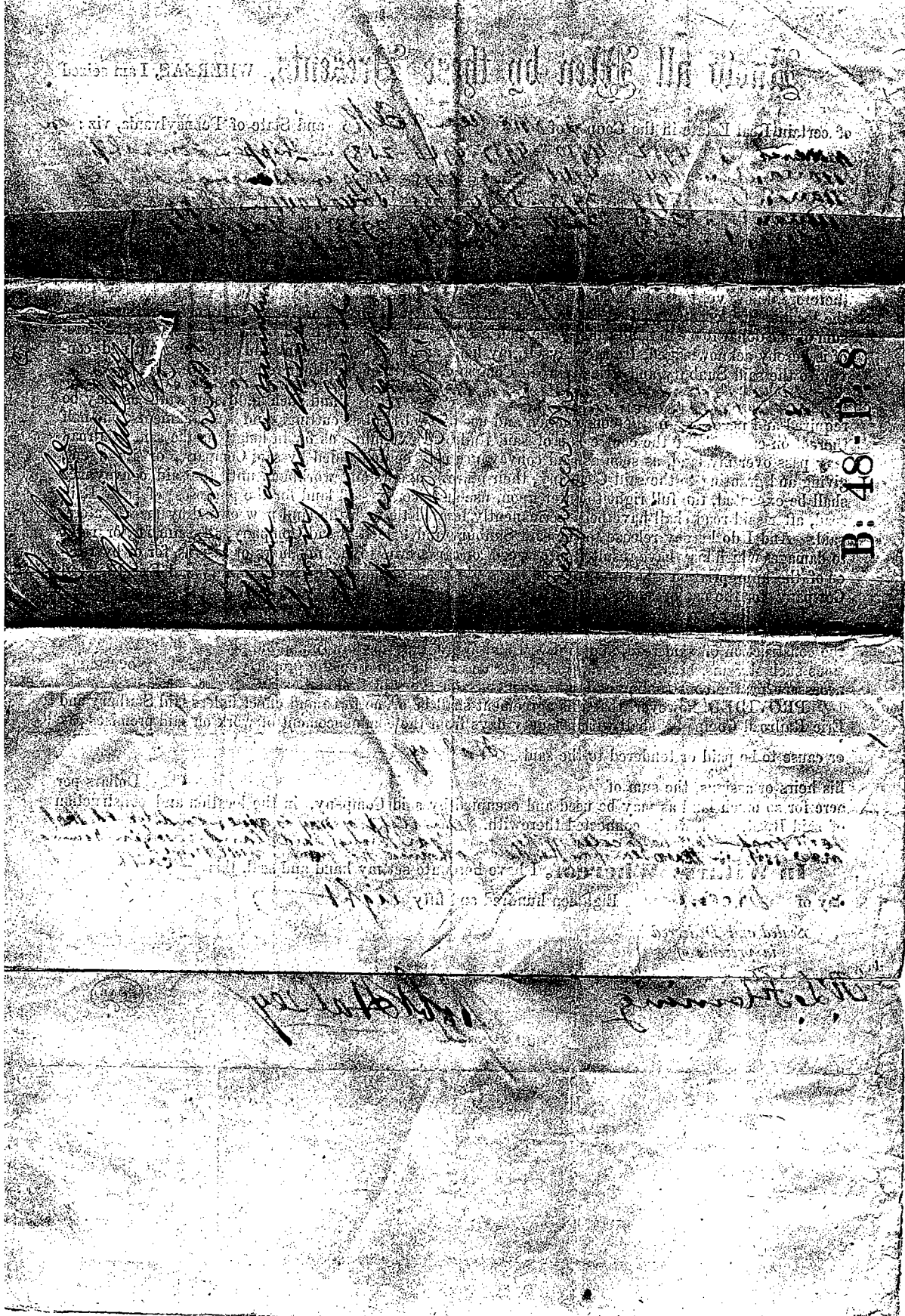


EXHIBIT 19



16-1

Know all Men by these Presents, WHEREAS, I am seized

of certain Real Estate in the County of McAllester and State of Pennsylvania, viz: on
 warrant No 4942-4950-4957-4946-2587 in Shippen Township
 warrant " 4945-4944-2353-4978-4879 in Rangesville Township
 warrant " 2959-2973-5054-5055-5040-5041 in Shippen "
 warrant " 2885-2884-2876-2895-2723 in Perceant "
 warrant " 2851 & 2804 in Jones township

Upon which the Sunbury and Erie Railroad Company may desire to locate part of their Road. Now therefore, know ye, that in consideration of the benefits and advantages which will result to me from the location and construction of the said Sunbury and Erie Railroad, and in further consideration of the sum of one dollar to me in hand paid by the said Sunbury and Erie Railroad Company; the receipt whereof is hereby acknowledged, I do for myself, my heirs and assigns, covenant and agree to grant and convey to the said Sunbury and Erie Railroad Company, a strip of land four rods in width, as long as the same is used as a Rail Road & when not so used to revert back to Halsey his heirs assigns and such additional width as may be required and necessary in the construction and use of said road at cuttings and embankments, one-half thereof on each side of the centre line of said Railroad, extending as far in length as the said Railroad may pass over my land, as soon as said conveyance may be demanded by said Company, or its agent, giving and granting to the said Company, their officers, agents and workmen, until the said conveyance shall be executed, the full right to enter upon, use and occupy said land for the purposes of said Railroad, after said road shall have been permanently located through the land now owned by me as aforesaid. And I do hereby release to the said Sunbury and Erie Railroad Company, all claim for, or right to damages which may have resulted or accrued, or can accrue to me, my heirs or assigns, for or by reason of the appropriation and occupancy of the said strip of land, by the said Sunbury and Erie Railroad Company for the use of said road.

I do further agree that the said Company may have the privilege of removing from any part of my said land, adjacent to said road, any gravel, stone or other material that they may find necessary in the construction of said road, and to divert and appropriate to the use and supply of their water stations such streams, brooks or springs of water as may be found on the property, and as may be deemed necessary for the construction and subsequent use of the said Railroad.

PROVIDED, however, that this agreement shall be of no force and effect unless said Sunbury and Erie Railroad Company, shall within ninety days from the commencement of work on said premises pay or cause to be paid or tendered to the said Halsey

his heirs or assigns, the sum of _____ Dollars per acre for so much land as may be used and occupied by said Company, in the location and construction of said Road, or of works connected therewith. This right of way is given conditioned that said Road shall be located within one year from this date & that if no order is made within two years from this date - otherwise the grant is null & void

In Witness Whereof, I have hereunto set my hand and seal, this _____ day of December Eighteen hundred and fifty eight

Sealed and Delivered
in presents of

W. L. Fleming

Robt Halsey

